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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

SEARS HOLDING CORPORATION, *et al.*,

Debtors.

Case No. 18-23538 (RDD)

Chapter 11

(Lead Case) (Jointly Administered)

**NOTICE OF HEARING ON THE OBJECTION OF STANLEY BLACK & DECKER
INC.**

PLEASE TAKE NOTICE that on October 15, 2018, Sears Holding Corporation et. al, as debtors and debtors in possession (collectively, the “**Debtors**”¹) in the above-captioned Chapter 11 cases, each filed a voluntary petition for relief under Chapter 11 of title 11 of the United States Code with the United States Bankruptcy Court for the Southern District of New York (the “**Court**”).

PLEASE TAKE FURTHER NOTICE that on October 15, 2019, the Court entered *the Order (i) Confirming Modified Second Amended Joint Chapter 11 Plan of Sears Holdings*

¹ Please see Note 1 of *the Notice Regarding Initial Distribution Pursuant to Administrative Expense Claims Consent Program* (Dkt No. 6186) for a complete list of the Debtors in the above-captioned cases.

Corporation and its Affiliated Debtors and (ii) Granting Related Relief, (Dkt. No. 5370), (the “**Confirmation Order**”), which approved, among other things, the Administrative Expense Claims Consent Program, (Dkt. No. 5370 at 26-34).

PLEASE TAKE FURTHER NOTICE that on November 25, 2019, Stanley Black & Decker, Inc. and its subsidiaries Black & Decker (U.S.) Inc., Black & Decker Macao Commercial Offshore Limited and Waterloo Industries, Inc. (collectively, “**SBD**”) submitted their elections to opt into the Administrative Expense Claims Consent Program with the Debtors.

PLEASE TAKE FURTHER NOTICE that on December 11, 2019, the Debtors filed the *Notice Regarding Initial Distribution Pursuant to Administrative Expense Claims Consent Program*, (Dkt No. 6186), (the “**Notice**”).

PLEASE TAKE FURTHER NOTICE that on December 13, 2019, SBD filed the *Limited Objection of Stanley Black & Decker, Inc. to the Debtors’ Notice Regarding Initial Distribution Pursuant to Administrative Expense Claims Consent Program*, (the “**Objection**”).

PLEASE TAKE FURTHER NOTICE that the Court has scheduled an Omnibus Hearing for December 13, 2019 at 10:00 a.m. (Prevailing Eastern Time), and SBD requests that the Court hear argument on the Objection at the Omnibus Hearing.

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Dated: December 13, 2019

CRAVATH, SWAINE & MOORE LLP

/s/ Paul H. Zumbro

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